

Minutes are intended to note: (a) the date, time and place of the meeting; (b) those members of the public body who were present and those who were absent; and (c) the substance of all matters proposed, discussed and/or action was taken on. Minutes are not intended to be a verbatim report of a meeting. An audio recording of the meeting is available for inspection by any member of the public interested in a verbatim report of the meeting. These minutes are not final until approved by the Board of Regents at the January 2024 meeting.

SPECIAL MEETING
BOARD OF REGENTS
NEVADA SYSTEM OF HIGHER EDUCATION

System Administration, Las Vegas
4300 South Maryland Parkway, Board Room

Wednesday, November 1, 2023

Video Conference Connection from the Meeting Site to:
System Administration, Reno
2601 Enterprise Road, Conference Room
and
Great Basin College, Elko
1500 College Parkway, Berg Hall Conference Room

Members Present: Mr. Byron Brooks, Chair
Mr. Joseph C. Arrascada, Vice Chair
Mr. Patrick J. Boylan
Mrs. Susan Brager
Ms. Heather Brown
Mrs. Amy J. Carvalho
Dr. Michelee Cruz-Crawford
Mrs. Carol Del Carlo
Mr. Jeffrey S. Downs
Ms. Stephanie Goodman
Mr. Donald Sylvantee McMichael Sr.
Ms. Laura E. Perkins

Members Absent: Dr. Lois Tarkanian

Others Present: Ms. Patricia Charlton, Interim Chancellor
Ms. Crystal Abba, Executive Vice Chancellor and Chief of Staff
Dr. Natalie Brown, Assistant Vice Chancellor, Workforce
Development and Community Colleges
Mr. James J. Martines, Vice Chancellor and Chief General Counsel
Ms. Keri D. Nikolajewski, Chief of Staff to the Board of Regents
Ms. Carrie L. Parker, Deputy General Counsel
Mr. Alejandro Rodriguez, Director of Government Relations
Mr. Chris Viton, Chief Financial Officer
Dr. Federico Zaragoza, President, CSN
Dr. Kumud Acharya, President, DRI
Ms. Joyce M. Helens, President, GBC
Dr. DeRionne Pollard, President, NSU
Dr. Keith E. Whitfield, President, UNLV

Others Present: *(Continued)*
 Mr. Brian Sandoval, President, UNR
 Dr. J. Kyle Dalpe, President, WNC

Faculty senate chairs in attendance were Mr. Patrick Villa, CSN; Mr. Ed Boog, SA; Dr. Bill Robinson, UNLV; Dr. Peter S. Reed, UNR (*Chair, Council of Faculty Senate Chairs*); and Ms. Rachelle Bassen, WNC. Classified council chair in attendance was Ms. Louellen Monte, GBC.

Land Acknowledgment

Before beginning, we take a moment to recognize that here in Nevada we stand on the land of the Wa She Shu – Washoe; Numu – Northern Paiute; Nuwe – Western Shoshone; and Nuwu – Southern Paiute. We take a moment to recognize and honor their stewardship that continues into today. With this recognition, we state an intention to rightfully include their voice and respect them as the 27 sovereign tribal nations of Nevada.

Chair Brooks called the meeting to order at 9:00 a.m. with all members present except Regent Tarkanian. Chief Financial Officer Chris Viton led the Pledge of Allegiance.

1. Information Only – Public Comment

Joseph Castellanos provided written public comment in opposition to The James G. Martin Center for Academic Renewal having led a discussion at the Board of Regents Workshop on October 20, 2023.

Dr. Kent Ervin provided public comment stating that Option A or B for Agenda Item 2 is an improvement over the current salary schedule-setting method. The Board currently has no role, which allowed significant raises to be implemented for a number of administrators while most academic faculty salaries were left untouched. Option A is preferable because approval by the Board provides a mechanism for oversight. When the Board receives a report on the implementation of a policy from System staff, it may agree 95 percent of the time and just give routine approval. But if the Board cedes its authority in advance to take action, then there is no mechanism for change when needed. Holding the System Office and institutions accountable is a primary function of the Board. Agenda Item 3 is generally a good idea for the leaders of a deliberative body to be chosen by the current members. Otherwise, they may not have the full support needed. The academic year term has the advantage of continuity of leadership before and during legislative sessions. But either calendar can work, provided all members work together cooperatively and in good faith toward shared goals.

2. Approved – Code Revision, Development and Review of Salary Schedules – The Board approved revisions to the NSHE Code (Title 2, Chapter 5, Section 5.5) concerning the development and review of salary schedules as set forth in the Option A policy proposal. The proposed revisions were initially presented for information at the September 28, 2023, special meeting of the Board, and are now presented for possible action. (*Ref. BOR-2 on file in the Board Office.*)

2. Approved – Code Revision, Development and Review of Salary Schedules – (Continued)

Interim Chancellor Charlton presented revisions to the NSHE Code (Title 2, Chapter 5, Section 5.5) clarifying the use of salary schedules, aligning current language and dates with practice, and accounting for legislatively approved cost of living adjustments and/or market-based salary analysis.

Regent Downs moved approval of revisions to the NSHE Code (Title 2, Chapter 5, Section 5.5) concerning the development and review of salary schedules as set forth in the Option A policy proposal. Regent Del Carlo seconded.

Chair Brooks believed that Option B provides the information to the Board and allows for Board approval while leaving the heavy lifting to the experts in the area.

Regent Goodman stated the Board is here for governance, not micromanagement, and she also favored Option B.

Regent Downs stated this is not micromanagement, but the Board is doing its duty to approve salary schedules. The Board must continue with its responsibility.

Regent Del Carlo agreed with Regent Downs. If the process had worked, faculty would not have been ignored since 2013.

In response to a question from Regent Brager related to the policy change, Interim Chancellor Charlton believed the policy changed in 2018. Interim Chancellor Charlton clarified that what is different about this process is that the consultant will come before the Board to present findings, supportive documentation, and data for the Board's input and consideration. It is a comprehensive process that includes the Presidents and representation from the institutions and faculty senates. Regent Brager favored Option B.

Regent Cuz-Crawford stated she does not want to micromanage. She noted that Option B allowed the Board to verify the information presented by the experts.

Regent Carvalho stated that the Board oversees the financial management of the System, has the power to fix the salaries of the academic staff, approves salary contracts for several positions including the Chancellor and Presidents, oversees the budget, collective bargaining agreements, and tuition and fee increases, so she was unsure why this would be outside of that. She understands there are concerns that the process could be used against a specific person, but she felt it was important for the Board to take responsibility. She fully supports Option A.

In response to a question from Regent Brager asking who negotiates the contract for Chancellor, Chief General Counsel Martines responded that legal works with the Committee Chair, and then it comes before the Board.

2. Approved – Code Revision, Development and Review of Salary Schedules – (Continued)

Chair Brooks clarified that both options provide Board oversight, but Option A has more involvement by the Board. The Board decided not to do this in 2018 because of the level of expertise on the Board and felt that it would be better for consultants who understand market research value to present their findings.

Regent Boylan stated he favored Option A because it gives the Board more control. He added that it would help the Board if the Board policies were linked to the agenda items.

Regent Downs clarified that with Option A, the Board could address any concerns at the time. With Option B, the Board does not have a vote and any changes would have to be addressed at another time.

Interim Chancellor Charlton noted that the Chancellor's Office supports Option B.

Regent Brown stated she supports Option A because it allows the Regents to have an open dialogue.

Interim Chancellor Charlton clarified that Options A and B have a presentation where the Board can ask questions and provide feedback.

Regent McMichael scrutinized the options as best he could, and he believed that Option A was the best choice for the Board.

Motion carried via a roll call vote. Regents Boylan, Brown, Carvalho, Cruz-Crawford, Del Carlo, Downs, McMichael, and Perkins voted yes. Chair Brooks, Vice Chair Arrascada, and Regents Brager and Goodman voted no. Regent Tarkanian was absent.

Approved – Bylaw Revision, Election of Officers – The Board approved a revision to its *Bylaws* (Title 1, Article IV, Section 2) that provides for the election of Board Officers to occur at the last regular meeting of the NSHE fiscal year with a term of office that shall commence on July 1st and end on June 30th of the following calendar year, provided, however, that an election of Board Officers will take place at the November 30-December 1, 2023, quarterly Board meeting, and those newly-elected Board Officers shall serve a six-month term commencing on January 1, 2024, and ending on June 30, 2024. (*Ref. BOR-3 on file in the Board Office.*) This item was included on the agenda at the request of Regents Brown, Cruz-Crawford, and Downs pursuant to the Board's *Bylaws* (Title 1, Article V, Section 7).

3. Approved – Bylaw Revision, Election of Officers – (Continued)

Regent Brown stated that she and Regents Cruz-Crawford and Downs would like to see the election of Officers align with the academic year. Higher education institutions predominantly operate on an academic year basis. Scheduling the Board Officer election along with the academic year will coincide with the academic calendar, facilitating a smoother collaboration and coordination with the faculty senate and student body governing boards. This alignment enhances the Chair's ability to address academic concerns and effectively represent the interests of key stakeholders. Transitioning to a new Board Chair with only a 35-day window before the start of the legislative session doesn't set the Board up for success and dampers effective planning and execution during crucial on-ramping. Changing the election date ensures that the Chair stays in place during the entirety of the planning, execution, and lobbying phases of the legislative session and provides consistent leadership and advocacy for NSHE and the eight institutions. It also gives the NSHE staff a consistent voice and leader to prepare and work with throughout the preparations for the legislative session. Effective leadership and succession planning are vital for the Board's long-term success. Allowing the Chair to serve until their last day as a Regent is not always conducive to responsible leadership building.

Regent Downs stated moving elections back to the fiscal calendar has many benefits.

Regent Downs moved approval of a revision to the *Bylaws* governing the election of Board Officers (Title 1, Article IV, Section 2). The proposed revision calls for the election of Board Officers to occur at the last regular meeting of the NSHE fiscal year with a term of office that shall commence on July 1st and end on June 30th of the following calendar year, provided, however, that an election of Board Officers will take place at the November 30-December 1, 2023, quarterly Board meeting, and those newly elected Board Officers shall serve a six-month term commencing on January 1, 2024, and ending on June 30, 2024. Regent McMichael seconded.

Regent Cruz-Crawford asked why the previous change was made. Chair Brooks stated the Board reviewed the policy in December 2022. Support for the change included that since general elections occur in November, it would make sense to have Board elections in December in the event a Regent is termed out or not reelected. The Board also thought it was essential to have leadership up and running regardless of when the faculty senate or student government had their elections. During a June election, there is less faculty and student engagement, so it made sense to have elections in December so they could meet with stakeholders and have various conversations in January. Based on when legislative sessions occur, it would make sense to have officers elected in December so they could follow up with things that happen during the legislative cycle. Regent Cruz-Crawford thanked Chair Brooks for the information so she could make an informed decision.

3. Approved – Bylaw Revision, Election of Officers – (Continued)

In response to a question from Regent Cruz-Crawford related to the policy historically, Chair Brooks responded that the Board Officer elections typically took place in June. However, as experienced Regents began looking at things as they were leaving their positions, they began looking at making changes. At that meeting, only two Regents voted against the policy revision.

Chief of Staff Keri D. Nikolajewski stated the current policy has been in place for less than one year. Before that, at least throughout her memory, the elections were always held in June. There have been a few occasions where a Regent was either defeated in their reelection bid, or termed out, or did not run, and the Board needed to have an emergency election.

Regent Brown stated she is not a higher education expert but she is an election and government affairs expert. Unequivocally, having someone work on legislative matters and then take them through the whole legislative session is better. Then, if there is a new Chair, they can work with the staff on implementation.

Regent Carvalho noted it has been said that new Regents might not have the knowledge or relationships built to vote for new leadership, and she disagrees with that statement. In this particular situation, the Board voted in December for new leadership. Five outgoing Regents voted for the new leadership. She believed that new Regents would have six months to determine who is best for the leadership position. She firmly thinks that a June election is best.

Regent Downs applauded the comments before his comments. He was concerned that five Regents impacted Board leadership at the last election and did not serve under the leadership. He found it belittling to say that new Regents would not have the experience necessary to decide in June.

Regent Goodman stated the previous Board chose excellent leadership. She stated it looks like this is the will of the Board, with valid points made. She firmly believes that we pick our battles and she does not have a problem supporting a June election.

Motion carried via a roll call vote. Regents Boylan, Brager, Brown, Carvalho, Cruz-Crawford, Del Carlo, Downs, Goodman, McMichael, and Perkins voted yes. Chair Brooks and Vice Chair Arrascada voted no. Regent Tarkanian was absent.

4. Information Only – New Business

Regent Boylan requested links to policy notations in the agenda materials.

Regent Brager requested a discussion on specific dates and times for meetings.

4. Information Only – New Business – *(Continued)*

Regent Cruz-Crawford agreed with Regent Brager and requested a discussion on the NSHE's five strategic goals and metrics.

5. Information Only – Public Comment – None.

The meeting adjourned at 9:51 a.m.

Prepared by:

Angela R. Palmer
Special Assistant and Coordinator
to the Board of Regents

Submitted for approval by:

Keri D. Nikolajewski
Chief of Staff to the Board of Regents